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FILED & ENTERED

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CLERK U.S. BANKRUPTCY COURT
Central District of California
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UNITED STATES BANKRUPTCY COURT

FOR THE CENTRAL DISTRICT OF CALIFORNIA

RIVERSIDE DIVISION

In re VINEYARD NATIONAL BANCORP, Debtor.	Bk. No. 6:09-bk-26401-RN Chapter 11 **ORDER AUTHORIZING AND APPROVING (A) THE ADEQUACY OF THE DISCLOSURE STATEMENT IN SUPPORT OF THE DEBTOR'S JOINT PLAN OF LIQUIDATION OF THE DEBTOR AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS, DATED AS OF FEBRUARY 4, 2010; (B) THE FORM, SCOPE AND NATURE OF SOLICITATION, BALLOTING, TABULATIONAND NOTICES WITH RESPECT THERETO; AND (C) RELATED CONFIRMATION PROCEDURES, DEADLINES AND NOTICES.** **<u>Confirmation Hearing Set For:</u>** **Date:** April 8, 2010 **Time:** 2:00 p.m. **Place:** Courtroom 301 3420 Twelfth Street Riverside, CA 92501-3819

On January 2, 2010, the Court held a hearing (the "Hearing") to consider the *Motion for Order Authorizing and Approving (A) the Adequacy of the First Amended Disclosure Statement in Support of the Debtor's Plan of Liquidation, (B) the Form, Scope, and Nature of Solicitation, Balloting, Tabulation, and Notices With Respect Thereto; and (C) Related Confirmation Procedures, Deadlines and Notices* (the "Motion") of Vineyard National Bancorp, debtor and debtor-in-possession in the captioned case (the "Debtor") under chapter 11 of the United States Bankruptcy Code, 11 U.S.C. § 101, *et seq.* ("Bankruptcy Code"). Prior to the Hearing, the United States Trustee (the "UST") and the Federal Deposit Insurance Corporation (the "FDIC") each filed objections (the "UST Objection" and the "FDIC Objection," respectively) to the relief sought in the Motion. On January 26, 2010, the Debtor filed its *Reply to Objections of United States Trustee and Federal Deposit Insurance Company to Disclosure Statement in Support of the Debtor's Joint Plan of Liquidation of the Debtor and the Official Committee of Unsecured Creditors* (the "Reply"). Based on the modifications to the disclosure statement that were proposed in the Reply and set forth in the *Redlined Disclosure Statement in Support of the Debtor's Joint Plan of Liquidation of the Debtor and the Official Committee of Unsecured Creditors, Dated as of January 6, 2010*, filed with the Court on January 28, 2010 (the "Redlined Disclosure Statement"), the UST Objection and the FDIC Objection were withdrawn at the Hearing. Appearances at the Hearing were as reflected on the record of the Hearing.

A copy of the *Disclosure Statement in Support of the Debtor's Joint Plan of Liquidation of the Debtor and the Official Committee of Unsecured Creditors, Dated as of February 4, 2010*, (the "Disclosure Statement"), which includes the modifications proposed in the Reply and the Redlined Disclosure Statement and requested by the Court from the bench at the Hearing, is filed herein as Docket No. 130. A copy of the *Joint Plan of Liquidation of Debtor and the Official Committee of Unsecured Creditors, Dated as of February 4, 2010* (the "Joint Plan")[1] is attached as Exhibit "A" to the Disclosure Statement.

The Court has reviewed and considered: (1) the Disclosure Statement; (2) the Joint Plan; (3) the Motion; (4) all exhibits to the Disclosure Statement and the Motion, including forms of notices and

[1] Capitalized terms used herein will bear the meaning ascribed to them in the Joint Plan, unless otherwise the context in which they appear dictates otherwise.

ballots; (5) all other pleadings, exhibits and documents submitted in respect of the Disclosure Statement at or before the hearing; (6) the record in this case; and (7) the arguments and representations of counsel at the Hearing.

Based on that consideration and review, **THE COURT HEREBY FINDS THAT:**

A. Notice of the Hearing constitutes adequate and appropriate notice under the circumstances and complies with the applicable provisions of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") and the local rules of this Court (the "Local Bankruptcy Rules"), and no other or further notice need be given.

B. The Court has jurisdiction to grant the relief requested herein in accordance with 28 U.S.C. §§ 157 and 1334.

C. This is a core proceeding within the meaning of 28 U.S.C. § 157(b).

D. The Disclosure Statement contains "adequate information" within the meaning of Bankruptcy Code section 1125(a)(1).

E. The soliciting, balloting, tabulation and confirmation procedures; the forms of notice attached hereto as Exhibits "A-1" and "A-2"; the forms of ballot attached hereto as Exhibits "B-1," "B-2" and the Class 4 Master Ballot attached hereto as Exhibit "B-3"; and the deadlines and other relief requested by the Debtor are fair, reasonable and appropriate, authorized by the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules and the Local Bankruptcy Rules, and in the best interest of the Debtor's estate.

NOW THEREFORE, IT IS HEREBY ORDERED THAT:

1. The Disclosure Statement is APPROVED.
2. The Objections, to the extent not previously withdrawn, resolved or waived are hereby OVERRULED.
3. The Debtor is authorized to solicit votes with respect to the Joint Plan.
4. In accordance with the procedures established by this Order, the Debtor is authorized to disseminate the following materials (the "Solicitation Package"), the form and content of which are hereby approved:
   a. The Disclosure Statement;

b. The Plan;

c. Notice of (a) this Order, (b) the hearing regarding confirmation of the Joint Plan (the "Confirmation Hearing"), and (c) the deadlines for voting, filing objections and submitting evidence in connection therewith, substantially in the form of the proposed notice attached hereto as Exhibit "A-1" (the "Confirmation Hearing Notice"); and

d. With respect to those persons that are entitled to vote on the Joint Plan, an appropriate ballot or ballots for the applicable Class, in substantially the form of the proposed ballots attached hereto as Exhibit "B-1" for Class 3 Claims; Exhibit "B-2" for individual Class 4 Claims and the Master Ballot for Class 4 Claims, Exhibit "B-3" hereto.

5. On or before March 8, 2010 (the "Service Date"), the Debtor shall cause to be served a Solicitation Package on the following entities:

a. All known creditors (1) that have filed a proof of claim in the Debtor's case (other than claims that have bee disallowed, waived or withdrawn by order of the Court, stipulation or otherwise), or (2) if no such proof of claim has been filed, on whose behalf the Debtor scheduled as holding a claim in its Schedules of Assets and Liabilities (the "Schedules") which is not listed as a contingent, unliquidated or disputed claim;

b. All non-debtor parties to unexpired leases and executory contracts as of July 21, 2009 (the "Petition Date");

c. All parties who have requested special notice in the Debtor's case (collectively, the "Special Notice Parties");

d. The Office of the United States Trustee (the "OUST") and the government entities specified in Bankruptcy Rule 2002(j); and

e. Counsel for the Official Committee of Creditors Holding Unsecured Claims ("the "Creditors' Committee").

6. On or before March 11, 2010, the Debtor is authorized to cause the publication of the

abbreviated notice of the Confirmation Hearing and related deadlines (the "Publication Notice"), substantially in the form attached hereto as Exhibit A-2, which Publication Notice is hereby approved, one (1) time in the Los Angeles Times.

7. The following procedures will apply with respect to balloting and the tabulation of ballots with respect to the Joint Plan, unless otherwise ordered by the Court:

a. The amount of a claim or interest for the purposes of ballot tabulation will be:

(1) For a claim identified in the Schedules as not contingent, not unliquidated and not disputed, and has not been disallowed, waived or withdrawn by order of the Court, stipulation or otherwise prior to the Balloting Deadline, and for which no proof of claim has been timely filed, the claim amount as identified in the Schedules (the "Scheduled Amount");

(2) For a timely proof of claim that is filed in a specified liquidated amount and that is not the subject of an objection filed before the Balloting Deadline or that has not been disallowed, waived or withdrawn by order of the Court, stipulation or otherwise prior to the Balloting Deadline, the specified liquidated amount in such proof of claim (the "Liquidated Amount");

(3) For a claim that is the subject of an objection in whole or in part before the Balloting Deadline, only the undisputed amount, if any, of such claim, unless such claim is temporarily allowed under Bankruptcy Rule 3018(a).

b. If an entity submits a ballot for a claim (i) for which there is no timely proof of claim filed and for which there is no corresponding Scheduled Amount, or (ii) which is the subject of an unresolved objection prior to the Confirmation Hearing, such ballot will not be counted unless otherwise ordered by the Court.

c. Creditors that have claims in more than one voting class under the Joint Plan must submit a separate ballot for voting their claims in each such class. Any creditor that requires additional copies of a ballot may either photocopy the

original ballot or obtain an additional ballot pursuant to the instructions set forth in the Confirmation Hearing Notice and the proposed ballots. **If a creditor uses one ballot to vote in more than one class, such ballot will not be counted.**

d. If an entity casts more than one eligible ballot with respect to the same claim before the Balloting Deadline, as defined in paragraph 8, below, the last ballot received prior to that deadline shall supersede any prior ballot(s) by such entity with respect to such claim.

e. Any ballot that is incomplete or that is not received by the applicable deadline shall not be counted; provided, however, that any ballot that is signed but that does not indicate an acceptance or rejection of the Joint Plan shall be deemed a ballot accepting the Joint Plan.

f. Natalie Cereseto, a paralegal at Landau, Gottfried & Berger, LLP, counsel to the Debtor, or such other person designated by that firm (the "Ballot Tabulator"), shall tabulate the ballots and prepare the appropriate reports with respect thereto. After tabulation of the ballots, a Plan Ballot Summary, in substantially the form of Official Form F 3017, will be submitted.

8. The deadline by which ballots to accept or reject the Joint Plan must be received by the Ballot Tabulator shall be March 25, 2010 at 12:00 noon (Pacific Time) (the "Balloting Deadline"). All ballots must be returned to and actually received by the Balloting Tabulator on or before the Balloting Deadline in order to be counted.

9. The Confirmation Hearing shall be held on April 8, 2010 at 2:00 p.m. (Pacific Time) before the United States Bankruptcy Court for the Central District of California, Riverside Division, the Honorable Richard M. Neiter presiding, in Courtroom 301, 3420 Twelfth Street, Riverside, CA 92501.

10. The deadline by which any party objecting to confirmation of the Joint Plan must file and serve its objection and evidence in support thereof shall be March 25, 2010 at 12:00 noon (Pacific Time). Any such objection must be in writing, specify the name and address of the party objecting, set

forth the amount of the objecting party's claims and any other grounds giving the objecting party standing to object, set forth the grounds for the objection and be accompanied by the objecting party's evidentiary support for its objection, including declarations made under penalty of perjury and other admissible documentary evidence. The objection and evidence in support thereof shall be served on the Debtor, bankruptcy counsel for the Debtor, counsel for the Creditors' Committee, the UST and the Special Notice Parties.

10. The deadline by which the Debtor's memorandum and evidence in support of confirmation of the Joint Plan and reply to any objection to confirmation of the Joint Plan must be filed and served shall be April 1, 2010. Such memorandum, evidence and/or reply shall be served on the UST, counsel for the Creditors' Committee, the Special Notice Parties and the objecting parties, if any.

11. The deadline by which the Debtor must file and serve the Joint Plan Ballot Summary shall be April 1, 2010. The Joint Plan Ballot Summary shall be served on counsel for the Creditors' Committee, the UST, the Special Notice Parties and any party that has filed an objection to confirmation of the Joint Plan.

12. Any objection not timely filed and served will be deemed to be waived and to be consent to the Court's entry of an order confirming the Joint Plan.

13. Any evidence that is not timely filed and served will be stricken from the record and will not be considered in determining any contested matter at the Confirmation Hearing.

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DATED: March 8, 2010

United States Bankruptcy Judge

EXHIBIT "A-1"

CONFIRMATION HEARING NOTICE

LANDAU GOTTFRIED & BERGER LLP
JON L.R. DALBERG (State Bar No. 128259)
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Counsel for Vineyard National Bancorp

UNITED STATES BANKRUPTCY COURT

FOR THE CENTRAL DISTRICT OF CALIFORNIA

RIVERSIDE DIVISION

In re VINEYARD NATIONAL BANCORP, Debtor.	Bk. No. 6:09-bk-26401-RN Chapter 11 **NOTICE OF (A) HEARING ON CONFIRMATION OF JOINT PLAN OF LIQUIDATION OF DEBTOR AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS DATED AS OF FEBRUARY 4, 2010; (B) SOLICITATION, BALLOTING AND TABULATION PROCEDURES, AND (C) RELATED CONFIRMATION PROCEDURES, DEADLINES AND NOTICES.** **<u>Confirmation Hearing Set For:</u>** **Date:** April 8, 2010 **Time:** 2:00 p.m. **Place:** Courtroom 301 3420 Twelfth Street Riverside, CA 92501-3819

TO THE HONORABLE RICHARD M. NETTER, UNITED STATES BANKRUPTCY JUDGE, THE OFFICE OF THE UNITED STATES TRUSTEE, AND ALL OTHER PARTIES ENTITLED TO NOTICE:

PLEASE TAKE NOTICE that on February 2, 2010 at 2:00 p.m., the United States Bankruptcy Court for the Central District of California, Riverside Division (the "Court") held a hearing (the "Hearing") to consider the *Motion for Order Authorizing and Approving (A) the Adequacy of the First Amended Disclosure Statement in Support of the Debtor's Plan of Liquidation, (B) the Form, Scope, and Nature of Solicitation, Balloting, Tabulation, and Notices With Respect Thereto; and (C) Related Confirmation Procedures, Deadlines and Notices* (the "Disclosure Statement Motion") filed by Vineyard National Bank, the debtor and debtor-in-possession in the above-captioned chapter 11 case (the "Debtor").

PLEASE TAKE FURTHER NOTICE that following the Hearing, the Court entered its *Order Authorizing and Approving (A) the Adequacy of the Disclosure Statement in Support of the Debtor's Joint Plan of Liquidation of the Debtor and the Official Committee of Unsecured Creditors, Dated as of February 4, 2010; (B) the Form, Scope and Nature of Solicitation, Balloting, Tabulation and Notices With Respect Thereto; and (C) Related Confirmation Procedures, Deadlines and Notices*. (the "Order") approving the Disclosure Statement Motion. Among other things, the Order approved the *Disclosure Statement in Support of the Debtor's Joint Plan of Liquidation of the Debtor and the Official Committee of Unsecured Creditors, Dated as of February 4, 2010* (the "Disclosure Statement"), as containing adequate information to enable creditors and other parties in interest to make an informed judgment when determining whether to vote to accept or reject the *Joint Plan of Liquidation of Debtor and the Official Committee of Unsecured Creditors, Dated as of February 4, 2010* (the "Joint Plan").

In accordance with the Order, **PLEASE TAKE FURTHER NOTICE OF THE FOLLOWING:**

DISTRIBUTION OF SOLICITATION MATERIALS

1. The Court has approved the Disclosure Statement as containing adequate information within the meaning of Bankruptcy Code section 1125(a) and has authorized transmittal of the Disclosure Statement and the Joint Plan in the manner set forth in the Order.

2. If you have received this Notice without the Joint Plan and Disclosure Statement, the Debtor believes that you are entitled to receive the Notice, but you do not hold a claim against the Debtor or its estate. You nevertheless may obtain a copy of the Joint Plan and Disclosure Statement from (i) the Office of the Clerk of the Court, through the Court's website at www.cacb.uscourts.gov using the CM/ECF service (a fee may apply); or (ii) Debtor's counsel, Landau Gottfried & Berger LLP, attn: Natalie Cereseto, 1801 Century Park East, Suite 1460, Los Angeles, CA 90067; Facsimile (310) 557-0050.

3. If you have received this Notice with the Joint Plan and Disclosure Statement but you have not received a ballot, the Debtor believes that you are not entitled to vote on the Joint Plan because: (a) you are a creditor or equity security holder whose claim or interest is unimpaired by the Joint Plan; (b) you are a creditor or equity security holder who is deemed to reject the Joint Plan; or (c) you are entitled to notice, but you are not a creditor or an equity security holder.

4. You may obtain, at the Debtor's expense, copies of the Disclosure Statement and exhibits, the Joint Plan and exhibits, the Order, or a ballot by sending a written request to the following address:

Landau Gottfried & Berger LLP
Attention: Natalie Cereseto
1801 Century Park East, Suite 1460
Los Angeles, California, 90067
Facsimile: (310) 557-0036

VOTING PROCEDURES AND DEADLINES

5. Creditors who wish to vote on the Joint Plan must return their ballots to accept or reject the Joint Plan so that they are actually received by Landau Gottfried & Berger LLP at the address below by no later than March 25, 2010 at 12:00 noon, Pacific Time (the "Balloting Deadline"). Ballots may be transmitted by first-class mail, overnight delivery, hand delivery or facsimile; ballots sent by e-mail will not be accepted. Any

ballots received after the Balloting Deadline will not be counted. Creditors should return their ballots, in accordance with the instruction printed on the ballots, to the following address:

Landau Gottfried & Berger LLP
Attention: Natalie Cereseto
1801 Century Park East, Suite 1460
Los Angeles, California, 90067
Facsimile: (310) 557-0036

6. Pursuant to the Joint Plan, the deadline for objecting to claims is after the hearing on the confirmation of the Joint Plan (the "Confirmation Hearing"). Accordingly, creditors may not rely on the absence of an objection to their proofs of claims in determining whether to vote to accept or reject the Joint Plan or as any indication that the Debtor ultimately will not object to the amount, priority, security, or allowability of such claims.

7. If you have received this Disclosure Statement without a ballot, the Debtor believes that you are: (i) a creditor whose claim is unimpaired by the Joint Plan and that you, therefore, are not entitled to vote on the Joint Plan, or (ii) are not the holder of a claim that is entitled to vote on the Joint Plan and arrange for such motion to be heard by the Court at or prior to the Balloting Deadline. (Before doing so, you should first confirm that the absence of a ballot was not inadvertent by contacting the Ballot Tabulator, Natalie Cereseto at Landau Gottfried & Berger LLP, 1801 Century Park East, Suite 1460, Los Angeles, CA 90067, Facsimile: (310) 557-0036.)

8. If the Debtor objects to your claim, or if you have not filed a proof of claim and your claim is identified in the Debtor's Schedules of Assets and Liabilities as a disputed, contingent or unliquidated claim, then your vote will not be counted unless you first obtain an order from the Court temporarily allowing your claim for voting purposes in accordance with the procedures set forth in Paragraph 6.

JOINT PLAN CONFIRMATION HEARING AND DEADINES FOR OBJECTIONS

9. The Confirmation Hearing will be held on April 8, 2010 at 2:00 p.m. (Pacific Time) in Courtroom 301, 3420 Twelfth Street, Riverside California 92501-3819. The Confirmation Hearing may be continued by announcement in open court without further notice to parties in interest.

10. The deadline by which any party objecting to confirmation of the Joint Plan must file and serve its objection is March 25, 2010 at 12:00 noon (Pacific Time). Objections must be in writing, specify the name and address of the party objecting, set forth the amount of the objecting party's claims and any other grounds giving the objector standing to object, set forth the grounds for the objection and contain the evidence in support thereof. Such objection (and any supporting materials) shall be served on the following parties: (i) Counsel for the Debtor, Landau Gottfried & Berger LLP, Attn: Jon L.R. Dalberg, Esq., 1801 Century Park East, Suite 1460, Los Angeles, CA 90067, Facsimile: (310) 557-0036; (ii) Counsel for the Official Committee of Creditors Holding Unsecured Claims, Winston & Strawn LLP, Attn: Todd Dressel, Esq., 101 California Street, 39th Floor, San Francisco, CA 94111-5802, Facsimile: (415) 591-1400; (iii) the Office of the United States Trustee, Attn: Tim Farris, 3685 Main Street, Suite 300, Riverside, California 92501; (iv) all parties that have requested Special Notice in this case.

11. The Debtor will file a memorandum and evidence in support of confirmation of the Joint Plan and reply to any objections to the Joint Plan and serve it on the parties listed in Paragraph 10 above and any parties objecting to confirmation of the Joint Plan by April 1, 2010.

12. The Debtor will file and serve a Joint Plan Ballot Summary by April 1, 2010. The Joint Plan Ballot Summary will be served on counsel for the Creditors' Committee, the U.S. Trustee, and any party that has filed an objection to the Joint Plan.

13. The failure to file and serve an objection by the deadlines set forth herein will be deemed by the Court to be consent to Joint Plan confirmation.

Dated: March ___, 2010

/s/ Jon L. R. Dalberg

LANDAU GOTTFRIED & BERGER LLP
JON L.R. DALBERG

Counsel for Debtor and Debtor in Possession

EXHIBIT "A-2"

PUBLICATION NOTICE

UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA
RIVERSIDE DIVISION

In re VINEYARD NATIONAL BANCORP, Debtor and Debtor-in-Possession.	Bk. No. 6:09-bk-26401-RN Chapter 11

NOTICE OF HEARING ON JOINT PLAN OF LIQUIDATION

PLEASE TAKE NOTICE that, on April 8, 2010 at 2:00 p.m. (Pacific Time), in Courtroom 301, 3420 Twelfth Street, Riverside, CA 92501-3819, the United States Bankruptcy Court will hold a hearing to consider confirmation of the *Joint Plan of Liquidation of Debtor and the Official Committee of Unsecured Creditors, Dated as of February 4, 2010* (the "Joint Plan"), filed by Vineyard National Bancorp, debtor and debtor-in-possession in the above captioned chapter 11 case (the "Debtor").

PLEASE TAKE FURTHER NOTICE that if the Court enters an order confirming the Joint Plan, Bankruptcy Code section 1141 shall become applicable with respect to the Joint Plan and the Joint Plan shall be binding on al parties to the fullest extent permitted by Bankruptcy Code section 1141. Any party wishing further information regarding confirmation of the Joint Plan, including deadlines and procedures for filing objections thereto, must make a specific written request to: Landau Gottfried & Berger LLP, Attn: Jon L.R. Dalberg, Esq., 1801 Century Park East, Suite 1460, Los Angeles, CA 90067, Facsimile: (310) 577-0056.

DATED: March____, 2010

/s/ Jon L. R. Dalberg
JON L. R. DALBERG
LANDAU GOTTFRIED & BERGER LLP
Counsel for Debtor and Debtor in Possession

EXHIBIT "B-1"

CLASS 3 BALLOT

UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA
RIVERSIDE DIVISION

In re VINEYARD NATIONAL BANCORP, Debtor and Debtor-in-Possession.	Bk. No. 6:09-bk-26401-RN Chapter 11

CLASS 3 BALLOT (GENERAL UNSECURED CLAIMS)

For Accepting or Rejecting the

Joint Plan of Liquidation of Debtor and the Official Committee of Unsecured Creditors, Dated as of February 4, 2010 (the "Joint Plan")

Step 1. **Amount of Claim.** I hold a Class 3 Claim (General Unsecured Claims) against Vineyard National Bancorp, the above-referenced debtor in the unpaid amount of $_____.

Step 2. **Voting.** With respect to the Joint Plan, and my Class 3 Claim, I hereby vote to:

☐ **ACCEPT the Joint Plan** ☐ **REJECT the Joint Plan**

You may check only one box in Step 2. Your vote will be deemed to Accept the Joint Plan if you do not check a box or if you check both boxes.

Step 3. **Creditor Information and Signature.** By signing this Ballot, _____ acknowledges that is has received a copy of the Joint Plan and the Disclosure Statement.

Signature:

_____

If by Authorized Agent, Name and Title:

_____
(Print or type)

Date completed:_____

Step 4. Submission of Ballot. You must return this Ballot to the Ballot Tabulator at the following address so that it is received by no later than 12:00 noon, Pacific Time, on March 25, 2010 to: Landau Gottfried & Berger LLP, Attn: Natalie Cereseto, Ballot Tabulator, 1801 Century Park East, Suite 1460, Los Angeles, CA 90067, Facsimile (310) 577-0056. A pre-addressed envelope has been provided for your convenience.

VOTING INFORMATION AND ADDITIONAL INSTRUCTIONS

JOINT PLAN CONFRIMATION. Enclosed is the Joint Plan proposed by Vineyard National Bancorp, a California corporation, the debtor and debtor-in-possession in the above-captioned chapter 11 case (the "Debtor"), and the Official Committee of Creditors holding Unsecured Claims appointed in the Debtor's case (the "Committee"), as co-proponents (the "Co-Proponents), together with the Disclosure Statement in support of the Joint Plan. The Bankruptcy Court may confirm the Joint Plan if, among other things, it is accepted by (a) creditors holding claims totaling at least two-thirds in amount and a majority in number of all claims in each class voting on the Joint Plan and (b) holders of equity interests holding at least two-thirds in amount of the allowed interests actually voting in that class vote to accept the Joint Plan. Even if all classes do not accept the Joint Plan, the Bankruptcy Court may confirm the Joint Plan if the treatment afforded the class or classes rejecting the Joint Plan satisfies the Bankruptcy Code section 1129(b) standard for nonconsensual confirmation. **If the Bankruptcy Court confirms the Joint Plan, it will be binding on you.**

VOTING PROCEDURE. If you hold a Class 3 Claim (General Unsecured Claims) under the Joint Plan and wish to vote to accept or reject the Joint Plan, you must complete this Ballot and return it to the Ballot Tabulator by first-class mail, overnight delivery or facsimile. When returning your Ballot, please carefully follow the instructions set forth in Step 4 on the reverse side.

FOR YOUR VOTE TO BE COUNTED AS VOTING FOR OR AGAINST THE JOINT PLAN, YOU MUST FULLY COMPLETE THE BALLOT; INDICATE EITHER ACCEPTANCE OR REJECTION OF THE JOINT PLAN IN THE APPROPRIATE SPACE ON THE REVERSE SIDE, AND SIGN AND RETURN THIS BALLOT TO NATALIE CERESETO AT LANDAU GOTTFRIED & BERGER LLP, 1801 CENTURY PARK EAST, SUITE 1460, LOS ANGELES, CALIFORNIA 90067, FACSIMILE (310) 557 0056, SO THAT IT IS RECEIVED NO LATER THAN 12:00 NOON, PACIFIC TIME, ON MARCH 25, 2010. BALLOTS RECEIVED LATE WILL NOT BE COUNTED.

Except as otherwise set forth in Step 2 on the reverse side, if a Ballot is not completed in its entirety so that all the required information and signatures are provided, the Ballot will not be counted unless the Bankruptcy Court orders otherwise. If you hold claims in more than one class under the Joint Plan, you should receive a different Ballot each class in which you hold a claim. Each Ballot may be used only for the class of claims indicated on the Ballot. If more than one Ballot is received from you for the same class, the latest Ballot received prior to the Balloting Deadline will be counted, by reference first to the date of the Ballots, and if either Ballot is undated, by reference to the postmark or other indicia of the date of transmission.

DISCLAIMER. Before casting your vote, you should review the enclosed Joint Plan and Disclosure Statement, which the Bankruptcy Court has approved for distribution. You may wish to seek legal or other advice concerning the Joint Plan and the classification and treatment of your claim under the Joint Plan. Your claim, if any, has been placed in Class 3 under the Joint Plan. Please refer to the Joint Plan and Disclosure Statement for further information. If you do not have a Joint Plan and Disclosure Statement , you may obtain a copy from Natalie Cereseto, Landau Gottfried & Berger LLP, 1801 Century Park East, Suite 1460, Los Angeles, California 90067. Facsimile (310) 557-0056.

BALLOT DOES NOT CONSISTUTE A CLAIM. This Ballot does not constitute a proof of claim, an amendment to a proof of claim, or a waiver of any bar date or deadline to file a proof of claim.

NO ENCLOSURES. Do not enclose any correspondence, securities, instruments, or other documents with this Ballot.

QUESTIONS. If your Ballot is damaged, if you need additional Ballots, or if you have any questions about voting procedures, you should contact Natalie Cereseto, Ballot Tabulator at Landau Gottfried & Berger LLP, 1801 Century Park East, Suite 1460, Los Angeles, CA 90067, Facsimile (310) 557-0056.

EXHIBIT "B-2"

CLASS 4 BALLOT

UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA
RIVERSIDE DIVISION

In re VINEYARD NATIONAL BANCORP, Debtor and Debtor-in-Possession.	Bk. No. 6:09-bk-26401-RN Chapter 11

CLASS 4 BALLOT (SUBORDINATED CLAIMS OF HOLDERS OF INDENTURE TRUSTEE CLAIMS AND UNPAID INDENTURE TRUSTEE FEES)

For Accepting or Rejecting the

Joint Plan of Liquidation of Debtor and the Official Committee of Unsecured Creditors, Dated as of February 4, 2010 (the "Joint Plan")

Step 1. **Amount of Claim.** I hold a Class 4 Claim (Subordinated Claims of Holders of Indenture Trustee Claims and Unpaid Indenture Trustee Fees) against Vineyard National Bancorp, the above-referenced debtor in the unpaid amount of $_____.

Step 2. **Voting.** With respect to the Joint Plan, and my Class 4 Claim, I hereby vote to:

☐ **ACCEPT the Joint Plan** ☐ **REJECT the Joint Plan**

You may check only one box in Step 2. Your vote will be deemed to Accept the Joint Plan if you do not check a box or if you check both boxes.

Step 3. **Creditor Information and Signature.** By signing this Ballot, _____ _____ acknowledges that is has received a copy of the Joint Plan and the Disclosure Statement.

Signature:

_____

If by Authorized Agent, Name and Title:

_____
(Print or type)

Date completed:_____

Step 4. Submission of Ballot. You must return this Ballot to the Ballot Tabulator at the following address so that it is received by no later than 12:00 noon, Pacific Time, on March 25, 2010 to: Landau Gottfried & Berger LLP, Attn: Natalie Cereseto, Ballot Tabulator, 1801 Century Park East, Suite 1460, Los Angeles, CA 90067, Facsimile (310) 577-0056. A pre-addressed envelope has been provided for your convenience.

VOTING INFORMATION AND ADDITIONAL INSTRUCTIONS

JOINT PLAN CONFIRMATION. Enclosed is the Joint Plan proposed by Vineyard National Bancorp, a California corporation, the debtor and debtor-in-possession in the above-captioned chapter 11 case (the "Debtor"), and the Official Committee of Creditors holding Unsecured Claims appointed in the Debtor's case (the "Committee"), as co-proponents (the "Co-Proponents), together with the Disclosure Statement in support of the Joint Plan. The Bankruptcy Court may confirm the Joint Plan if, among other things, it is accepted by (a) creditors holding claims totaling at least two-thirds in amount and a majority in number of all claims in each class voting on the Joint Plan and (b) holders of equity interests holding at least two-thirds in amount of the allowed interests actually voting in that class vote to accept the Joint Plan. Even if all classes do not accept the Joint Plan, the Bankruptcy Court may confirm the Joint Plan if the treatment afforded the class or classes rejecting the Joint Plan satisfies the Bankruptcy Code section 1129(b) standard for nonconsensual confirmation. **If the Bankruptcy Court confirms the Joint Plan, it will be binding on you.**

VOTING PROCEDURE. If you hold a Class 4 Claim (Subordinated Claims of Holders of Indenture Trustee Claims and Unpaid Indenture Trustee Fees) under the Joint Plan and wish to vote to accept or reject the Joint Plan, you must complete this Ballot and return it to the Ballot Tabulator by first-class mail, overnight delivery or facsimile. When returning your Ballot, please carefully follow the instructions set forth in Step 4 on the reverse side.

FOR YOUR VOTE TO BE COUNTED AS VOTING FOR OR AGAINST THE JOINT PLAN, YOU MUST FULLY COMPLETE THE BALLOT; INDICATE EITHER ACCEPTANCE OR REJECTION OF THE JOINT PLAN IN THE APPROPRIATE SPACE ON THE REVERSE SIDE, AND SIGN AND RETURN THIS BALLOT TO NATALIE CERESETO AT LANDAU GOTTFRIED & BERGER LLP, 1801 CENTURY PARK EAST, SUITE 1460, LOS ANGELES, CALIFORNIA 90067, FACSIMILE (310) 557 0056, SO THAT IT IS RECEIVED NO LATER THAN 12:00 NOON, PACIFIC TIME, ON MARCH 25, 2010. BALLOTS RECEIVED LATE WILL NOT BE COUNTED.

Except as otherwise set forth in Step 2 on the reverse side, if a Ballot is not completed in its entirety so that all the required information and signatures are provided, the Ballot will not be counted unless the Bankruptcy Court orders otherwise. If you hold claims in more than one class under the Joint Plan, you should receive a different Ballot each class in which you hold a claim. Each Ballot may be used only for the class of claims indicated on the Ballot. If more than one Ballot is received from you for the same class, the latest Ballot received prior to the Balloting Deadline will be counted, by reference first to the date of the Ballots, and if either Ballot is undated, by reference to the postmark or other indicia of the date of transmission.

DISCLAIMER. Before casting your vote, you should review the enclosed Joint Plan and Disclosure Statement, which the Bankruptcy Court has approved for distribution. You may wish to seek legal or other advice concerning the Joint Plan and the classification and treatment of your

claim under the Joint Plan. Your claim, if any, has been placed in Class 4 under the Joint Plan. Please refer to the Joint Plan and Disclosure Statement for further information. If you do not have a Joint Plan and Disclosure Statement, you may obtain a copy from Landau Gottfried & Berger LLP, Attn: Natalie Cereseto, 1801 Century Park East, Suite 1460, Los Angeles, California 90067. Facsimile (310) 557-0056.

BALLOT DOES NOT CONSISTUTE A CLAIM. This Ballot does not constitute a proof of claim, an amendment to a proof of claim, or a waiver of any bar date or deadline to file a proof of claim.

NO ENCLOSURES. Do not enclose any correspondence, securities, instruments, or other documents with this Ballot.

QUESTIONS. If your Ballot is damaged, if you need additional Ballots, or if you have any questions about voting procedures, you should contact Natalie Cereseto, Ballot Tabulator at Landau Gottfried & Berger LLP, 1801 Century Park East, Suite 1460, Los Angeles, CA 90067.

EXHIBIT "B-3"

MASTER BALLOT

UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA
RIVERSIDE DIVISION

In re VINEYARD NATIONAL BANCORP, Debtor and Debtor-in-Possession.	Bk. No. 6:09-bk-26401-RN Chapter 11

MASTER BALLOT FOR ACCEPTING OR REJECTING
JOINT PLAN OF LIQUIDATION OF DEBTOR AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS

FOR USE BY BROKERS, BANKS, DEALERS AND OTHER AGENTS OR NOMINEES FOR BENEFICIAL OWNERS OF:

(1) JUNIOR SUBORDINATED DEBENTURES DUE DECEMBER 26, 2017 ("2017DEBENTURES");
(2) FLOATING RATE JUNIOR SUBORDINATED DEFERRABLE INTEREST DEBENTURES DATED 12/18/2001, DUE 2031; ("VST I SECURITIES")
(3) FLOATING RATE JUNIOR SUBORDINATED DEFERRABLE INTEREST DEBT SECURITIES DATED 12/19/2002, DUE 2033 ("VST II SECURITIES");
(4) FLOATING RATE JUNIOR SUBORDINATED DEBT SECURITIES DATED 9/25/2003, DUE 2033 ("VST III SECURITIES");
(5) FLOATING RATE JUNIOR SUBORDINATED DEBT SECURITIES DATED 12/19/2003, DUE 2034 ("VST IV SECURITIES");
(6) JUNIOR SUBORDINATED DEBT SECURITIES DATED 3/25/2004, DUE APRIL 6, 2034 ("VST V SECURITIES");
(7) JUNIOR SUBORDINATED DEBT SECURITIES, DATED 5/18/2004, DUE JULY 23, 2034 ("VST VI SECURITIES");
(8) FLOATING RATE JUNIOR SUBORDINATED DEBT SECURITIES DATED 12/22/2004 DUE 2034 ("VST VII SECURITIES");
(9) FLOATING RATE JUNIOR SUBORDINATED DEBT SECURITIES DATED 4/15/2004, DUE 2035 ("VST VIII SECURITIES");
(10) FLOATING RATE JUNIOR SUBORDINATED DEBT SECURITIES DATED 8/19/2005, DUE 2035 ("VST IX SECURITIES"); AND
(11) FLOATING RATE JUNIOR SUBORDINATED DEBT SECURITIES DATED 5/16/2006, DUE 2036 ("VST XI SECURITIES").

(CLASS 4: SUBORDINATED CLAIMS OF HOLDERS OF INDENTURE TRUSTEE CLAIMS AND UNPAID INDENTURE TRUSTEE FEES)

THE VOTING DEADLINE TO ACCEPT OR REJECT THE PLAN
IS 12 NOON, PACIFIC TIME, ON MARCH 25, 2010

This Master Ballot is to be used by brokers, banks, dealers or other agents or nominees for summarizing votes cast by beneficial owners holding any of (1) the 2017 Debentures; (2) the VST I Securities; (3) the VST II Securities; (4) the VST III Securities; (5) the VST IV Securities; (6) the VST V Securities; (7) the VST VI Securities; (8) the VST VII Securities; (9) the VST VIII Securities; (10) the VST IX Securities; and (11) the VST XI Securities (collectively, the "Debt Securities") to accept or reject the Joint Plan of Liquidation of Debtor and the Official Committee of Unsecured Creditors (the "Joint Plan") described in the accompanying Disclosure Statement in Support of the Debtor's Joint Plan of Liquidation of the Debtor and the Official Committee of Unsecured Creditors, Dated as of February 4, 2010 (the "Disclosure Statement"). Capitalized terms used in this Ballot and the attached instructions that are not otherwise defined have the meanings given to them in the Joint Plan.

BALLOTS SHOULD NOT BE SENT TO THE DEBTORS OR THE INDENTURE TRUSTEE.

PLEASE READ THE ATTACHED VOTING INFORMATION AND INSTRUCTIONS BEFORE COMPLETING THIS BALLOT.

PLEASE COMPLETE ITEMS 1 THROUGH 4. IF THIS BALLOT IS NOT SIGNED ON THE APPROPRIATE LINES BELOW, THIS BALLOT WILL NOT BE VALID OR COUNTED AS HAVING BEEN CAST.

Item 1. **Certification of Authority to Vote**. The undersigned certifies that as of the date hereof, the undersigned (please check the applicable box):

☐ Is a broker, bank, or other nominee for the beneficial owners of the aggregate principal amount of Debt Securities listed in Item 2 below, and is the registered holder of such securities; or

☐ Is acting under a power of attorney and/or agency (a copy of which will be provided upon request) granted by a broker, bank, or other nominee that is the registered holder of the aggregate principal amount of Debt Securities listed in Item 2 below; or

☐ Has been granted a proxy (an original of which is attached hereto) from a broker, bank, or other nominee, or a beneficial owner, that is the registered holder of the aggregate principal amount of Debt Securities listed in Item 2 below;

and, accordingly, has full power and authority to vote to accept or reject the Plan on behalf of the beneficial owners of the Debt Securities described in Item 2 below.

Item 2. **Class 4 (Subordinated Claims of Holders of Indenture Trustee Claims and Unpaid Indenture Trustee Fees) Vote**. The undersigned transmits the following votes of beneficial owners in respect of their Debt Securities, and certifies that the following beneficial owners of Debt Securities, as identified by their respective customer account numbers set forth below (a) were beneficial owners of such securities as of the Record Date and (b) have delivered to the undersigned, as nominee, Ballots casting such votes. Indicate in the appropriate column the aggregate principal amount voted for each account, or attach such information to this Master Ballot in the form of the following table.

Please note: each beneficial owner **must** vote *all* his, her, or its Class 4 claims *either* to accept or reject the Plan, and may *not* split such vote.

YOUR CUSTOMER ACCOUNT NUMBER FOR EACH BENEFICIAL OWNER OF DEBT SECURITIES	PRINCIPAL AMOUNT OF DEBT SECURITIES VOTED TO ACCEPT THE PLAN		PRINCIPAL AMOUNT OF DEBT SECURITIES VOTED TO REJECT THE PLAN	DESCRIPTION OF DEBT SECURITY (E.G. "VST I SECURITY," "VST II SECURITY," ETC.)	
1.	$	**OR**	$		
2.	$	**OR**	$		
3.	$	**OR**	$		
4.	$	**OR**	$		
5.	$	**OR**	$		
6.	$	**OR**	$		
7.	$	**OR**	$		
8.	$	**OR**	$		
TOTALS	$		$		

* Attach additional sheets if necessary.

Item 3. Certification As to Transcription of Information From Item 3 As to Other Debt Securities Voted by Beneficial Owners. The undersigned certifies that the undersigned has transcribed in the following table the information, if any, provided by beneficial owners of Debt Securities in Item 1 of the individual Class 4 Ballots, identifying any other Debt Securities for which such beneficial owners have submitted other Ballots:

YOUR CUSTOMER ACCOUNT NUMBER FOR EACH BENEFICIAL OWNER WHO COMPLETED AN INDIVIDUAL CLASS 4 BALLOT	DESCRIPTION OF DEBT SECURITY (E.G. "VST I SECURITY," "VST II SECURITY," ETC.)	NAME HOLDER	PRINCIPAL AMOUNT OF OTHER DEBT SECURITIES VOTED
1.			
2.			
3.			
4.			
5.			
6.			
7.			
8.			

Item 4. **Certification**. By signing this Master Ballot, the undersigned certifies that (a) each beneficial owner of Debt Securities listed in Item 2, above, has been provided with a copy of the applicable solicitation materials, and acknowledges that the solicitation of votes is subject to all the terms and conditions set forth in the solicitation materials, (b) if a beneficial owner voted the same Debt Securities more than once, only the last Ballot received from such beneficial owner is the vote reflected in Item 2 above and (c) the Ballots received from each such beneficial owner or a copy thereof is and will remain on file with the undersigned subject to inspection for a period of six months following the Voting Deadline.

Name of Broker, Bank, or Other Nominee:

_____
(Print or Type)

Name of Proxy Holder or Agent for Broker,
Bank, or Other Nominee (if applicable):

_____
(Print or Type)

Social Security or Federal Tax I.D. No.:_____
(If Applicable)

Signature:_____

By:_____
(If Appropriate)

Title:_____
(If Appropriate)

Street Address:_____

City, State, Zip Code:_____

Telephone Number:(__)_____

Date Completed:_____

DTC Participant Number:_____

IF YOU HAVE ANY QUESTIONS REGARDING THIS MASTER BALLOT OR THE VOTING PROCEDURES, OR IF YOU NEED ADDITIONAL COPIES OF THE MASTER BALLOT, BALLOTS, SOLICITATION MATERIALS OR OTHER RELATED MATERIALS, PLEASE CONTACT THE BALLOT TABULATOR, NATALIE CERESETO, LANDAU GOTTFRIED & BERGER LLP, 1801 CENTURY PARK EAST, SUITE 1460, LOS ANGELES, CALIFORNIA 90067, FACSIMILE NUMBER (310) 557-0056; E-MAIL NCERESETO@LGBFIRM.COM.

VOTING INFORMATION AND INSTRUCTIONS
FOR COMPLETING THE MASTER BALLOT

1. Complete the Master Ballot by providing all the information requested and sign, date and return the Master Ballot by mail, overnight courier, personal delivery or facsimile to the Ballot Tabulator at the applicable following address or number:

BY UNITED STATES MAIL, OVERNIGHT COURIER OR PERSONAL DELIVERY:	**BY FACSIMILE**
Landau Gottfried & Berger LLP Attn: Natalie Cereseto, Ballot Tabulator 1801 Century Park East, Suite 1460 Los Angeles, CA 90067	Landau Gottfried & Berger LLP Attn: Natalie Cereseto, Ballot Tabulator 1801 Century Park East, Suite 1460 Los Angeles, CA 90067 Fax No: (310) 557-0056

Master Ballots must be *received* by the Voting Agent by12 Noon., Pacific Time, on March 25, 2010 (the "Voting Deadline"). If a Master Ballot is received after the Voting Deadline, it will not be counted. If you choose to return the Master Ballot by facsimile, you also must submit the original Master Ballot to the Voting Agent by overnight courier so that it is received the day immediately following the Voting Deadline. *Ballots submitted by e-mail will not be accepted. Ballots should not be sent to the Debtors or the Indenture Trustee.*

2. If, in addition to acting as broker, bank, dealer or agent or other nominee, you also are a beneficial owner of any Debt Securities beneficially held by you, you may either complete an Individual Ballot or add your vote to the attached Master Ballot. For voting your own Claims, please refer to the instructions accompanying the individual Class 4 Ballot.

3. Multiple Master Ballots may be completed and delivered to the Voting Agent. Votes reflected by multiple Master Ballots will be counted except to the extent that they are duplicative of other Master Ballots. If two or more Master Ballots are inconsistent, the latest dated properly executed Master Ballot received prior to the Voting Deadline will, to the extent of such inconsistency, supersede and revoke any prior Master Ballot. If more than one Master Ballot is submitted and the later Master Ballot(s) supplement(s) rather than supersede(s) the earlier Master Ballot(s), please mark the subsequent Master Ballot(s) with the words "Additional Vote" or such other language as you customarily use to indicate an additional vote that is not meant to revoke an earlier vote.

4. Please note that Item 2 of the Master Ballot requests that you transcribe information or attach a schedule to the Master Ballot in the indicated format providing information for each individual beneficial owner of Debt Securities on whose behalf you are executing a Master Ballot. If a single customer has more than one account with the identical registration, only list that customer once in the schedule requested by Item 2. The total principal amount of all accounts voted with respect to a single customer should be listed in a single schedule entry, so that each line will represent a different beneficial owner.

5. Please note that Item 3 of the Master Ballot requests that you provide information or attach a schedule to the Master Ballot in the indicated format by transcribing any information provided in Item 3 of each individual Class 4 Ballot received from a beneficial owner for which you are executing a Master Ballot. Please also include your customer account number for each entry in Item 3.

6. Please note that each beneficial owner must vote its entire Class 4 Claim under the Plan either to accept or reject the Plan. A beneficial owner may not split its vote. Moreover, all holders of any portion of a single Claim will be (a) treated as a single creditor for voting purposes and (b) required to vote every portion of such Claim collectively to either accept or reject the Plan. Further, for purposes of computing the Master Ballot vote, each voting beneficial owner should be deemed to have voted the full amount of its holdings Debt Securities according to your records or such lesser amount identified by the beneficial holder on its individual Class 4 Ballot. Any executed individual Class 4 Ballot that (a) does not indicate an acceptance or rejection of the Plan or (b) indicates both an acceptance and a rejection of the Plan should not be counted on the Master Ballot as having been cast.

7. If a beneficial owner casts more than one Ballot voting the same Claim prior to the Mailing Deadline, the latest such properly-executed Ballot received (as determined by you) should be deemed to reflect such beneficial owner's intent to either accept or reject the Plan.

8. No fees or commissions or other remuneration will be payable to any broker, bank, dealer or other person in connection with this solicitation. Upon written request, however, the Debtors will reimburse you for customary mailing and handling expenses incurred by you in forwarding Individual Ballots and accompanying solicitation packages to your client.

9. This Master Ballot does not constitute and shall not be deemed a proof of Claim or Interest or an assertion of a Claim or Interest.

NOTHING CONTAINED HEREIN OR IN THE ENCLOSED DOCUMENTS SHALL CONSTITUTE THE DESIGNATION OF YOU OR ANY OTHER PERSON AS AN AGENT OF ANY OF THE DEBTORS OR THE VOTING AGENT OR AUTHORIZE YOU OR ANY PERSON TO USE ANY DOCUMENT OR MAKE ANY STATEMENTS ON BEHALF OF ANY OF THEM WITH RESPECT TO THE PLAN, EXCEPT FOR THE STATEMENTS CONTAINED IN THE SOLICITATION MATERIALS ENCLOSED HEREWITH.

**THE VOTING AGENT WILL NOT ACCEPT MASTER BALLOTS BY E-MAIL.
MASTER BALLOTS SHOULD NOT BE SENT TO THE DEBTORS OR THE INDENTURE TRUSTEE.**

IF YOU HAVE ANY QUESTIONS CONCERNING THIS BALLOT OR THE VOTING PROCEDURES, PLEASE CONTACT THE PLEASE CONTACT THE BALLOT TABULATOR, NATALIE CERESETO, LANDAU GOTTFRIED & BERGER LLP, 1801 CENTURY PARK EAST, SUITE 1460, LOS ANGELES, CALIFORNIA 90067, FACSIMILE NUMBER: (310) 557-0056; E-MAIL: NCERESETO@LGBFIRM.COM.

PROOF OF SERVICE OF DOCUMENT

I, Natalie M. Cereseto, am employed in the city and county of Los Angeles, State of California. I am over the age of 18 and not a party to the within action. My business address is: Landau Gottfried & Berger LLP, 1801 Century Park East, Suite 1460, Los Angeles, CA 90067.

A true and correct copy of the foregoing document described: **ORDER AUTHORIZING AND APPROVING (A) THE ADEQUACY OF THE DISCLOSURE STATEMENT IN SUPPORT OF THE DEBTOR'S JOINT PLAN OF LIQUIDATION OF THE DEBTOR AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS, DATED AS OF FEBRUARY 4, 2010; (B) THE FORM, SCOPE AND NATURE OF SOLICITATION, BALLOTING, TABULATIONAND NOTICES WITH RESPECT THERETO; AND (C) RELATED CONFIRMATION PROCEDURES, DEADLINES AND NOTICES** will be served or was served (a) on the judge in chambers in the form and manner required by LBR 5005-2(d); and (b) in the manner indicated below:

I. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING ("NEF") – Pursuant to controlling General Order(s) and Local Bankruptcy Rule(s) ("LBR"), the foregoing document will be served by the court via NEF and hyperlink to the document. On _____, I checked the CM/ECF docket for this bankruptcy case and determined that the following person(s) are on the Electronic Mail Notice List to receive NEF transmission at the email address(es) indicated below:

☐ Service information continued on attached page

II. SERVED BY U.S. MAIL OR OVERNIGHT MAIL(indicate method for each person or entity served)**:** On February 26, 2010 , I served the following person(s) and/or entity(ies) at the last known address(es) in this bankruptcy case by placing a true and correct copy thereof in a sealed envelope in the United States Mail, first class, postage prepaid, and/or with an overnight mail service addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

BY U.S. MAIL
Honorable Richard M. Neiter
U.S. Bankruptcy Court
255 East Temple Street, Suite 1652
Los Angeles, CA 90012

☒ Service information continued on attached page

III. SERVED BY PERSONAL DELIVERY, FACSIMILE TRANSMISSION OR EMAIL (indicate method for each person or entity served): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on_____, I served the following person(s) and/or entity(ies) by personal delivery, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on the judge will be completed no later than 24 hours after the document is filed.

☐ Service information continued on attached page

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

February 26, 2010	Natalie M. Cereseto	/s/ Natalie M. Cereseto
Date	*Type Name*	*Signature*

Additional Service Information (if needed):

II. SERVED BY U.S. MAIL

The United States Trustee
Office of the United States Trustee
Attn: Elizabeth A. Lossing
3685 Main Street, Suite 300
Riverside, CA 92501

Counsel to Creditor's Committee
Robert A. Julian, Esq.
Todd J. Dressel, Esq.
Winston & Strawn LLP
101 California Street
San Francisco, CA 94111-5894

Henkie F Barron, Esq.
Eric E. Sagerman, Esq.
Winston & Strawn LLP
333 South Grand Avenue, 38th Floor
Los Angeles, California 90071

Counsel for Secured Lender FTBN
Leonard M. Shulman
Shulman, Hodges & Bastian LLP
26632 Towne Centre Drive, Suite 300
Foothill Ranch, CA 92610

Counsel to FDIC
Hydee J. Mulichak, Esq.
Barry, Gardiler & Kincamon, APC
3501 Jamboree Rd Ste 200
Newport Beach, CA 92660-2939

NOTICE OF ENTERED ORDER AND SERVICE LIST

Notice is given by the court that a judgment or order entitled: **ORDER AUTHORIZING AND APPROVING (A) THE ADEQUACY OF THE DISCLOSURE STATEMENT IN SUPPORT OF THE DEBTOR'S JOINT PLAN OF LIQUIDATION OF THE DEBTOR AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS, DATED AS OF FEBRUARY 4, 2010; (B) THE FORM, SCOPE AND NATURE OF SOLICITATION, BALLOTING, TABULATIONAND NOTICES WITH RESPECT THERETO; AND (C) RELATED CONFIRMATION PROCEDURES, DEADLINES AND NOTICES.** was entered on the date indicated as "Entered" on the first page of this judgment or order and will be served in the manner indicated below:

I. SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING ("NEF") – Pursuant to controlling General Order(s) and Local Bankruptcy Rule(s), the foregoing document was served on the following person(s) by the court via NEF and hyperlink to the judgment or order. As of February 26, 2010, the following person(s) are currently enrolled in the Electronic Mail Notice List for this bankruptcy case or adversary proceeding to receive NEF transmission at the email address(es) indicated below:

Henkie F Barron hbarron@winston.com, docketsf@winston.com
Jeffrey W Broker jbroker@brokerlaw.biz
Jon L Dalberg jdalberg@lgbfirm.com, nceresetо@lgbfirm.com
Jesse S Finlayson jfinlayson@faw-law.com, wmills@faw-law.com
Ivan L Kallick ikallick@manatt.com, ihernandez@manatt.com
Sameer K Kapoor skapoor@kilpatrickstockton.com
Sharon M Kopman skopman@lblawllp.com, skopman@lgbfirm.com;nceresetо@lgbfirm.com
Sharon M Kopman skopman@lgbfirm.com, skopman@lgbfirm.com;nceresetо@lgbfirm.com
Rodger M Landau rlandau@lblawllp.com, kmoss@lgbfirm.com
Elizabeth A Lossing elizabeth.lossing@usdoj.gov
John W Mills jmills@kilpatrickstockton.com
Hydee J Mulichak Hydee.Mulichak@sbgk.com
Marie C Pollio bankruptcy@goodwin.com
Ramesh Singh claims@recoverycorp.com
United States Trustee (RS) ustpregion16.rs.ecf@usdoj.gov ☐ Service information continued on attached page

II. SERVED BY THE COURT VIA U.S. MAIL: A copy of this notice and a true copy of this judgment or order were sent by United States Mail, first class postage prepaid, to the following person(s) and/or entity(ies) at the address(es) indicated below:

The United States Trustee
Office of the United States Trustee
Attn: Elizabeth A. Lossing
3685 Main Street, Suite 300
Riverside, CA 92501

Counsel to FDIC
Hydee J. Mulichak, Esq.
Barry, Gardiler & Kincamon, APC
3501 Jamboree Rd Ste 200
Newport Beach, CA 92660-2939

☐ Service information continued on attached page

III. TO BE SERVED BY THE LODGING PARTY: Within 72 hours after receipt of a copy of this judgment or order which bears an "Entered" stamp, the party lodging the judgment or order will serve a complete copy bearing an "Entered" stamp by U.S. Mail, overnight mail, facsimile transmission or email and file a proof of service of the entered order on the following person(s) and/or entity(ies) at the address(es), facsimile transmission number(s), and/or email address(es) indicated below:

☐ Service information continued on attached page

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

CERTIFICATE OF NOTICE

District/off: 0973-6 User: admin Page 1 of 1 Date Rcvd: Mar 08, 2010
Case: 09-26401 Form ID: pdf031 Total Noticed: 25

The following entities were noticed by first class mail on Mar 10, 2010.

db +Vineyard National Bancorp, 4000 Barranca Parkway, Ste 250, Irvine, CA 92604-1713
aty +---- Winston & Strawn Llp, 333 S Grand Ave 38th Fl, Los Angeles, CA 90071-1504
aty +Elizabeth A Lossing, 3685 Main St Ste 300, Riverside, CA 92501-2804
aty +Henkie F Barron, Winston & Strawn LLP, 333 S Grand Ave, 38th Flr, Los Angeles, CA 90071-1504
aty +Hydee J Mulichak, 3501 Jamboree Rd Ste 200, Newport Beach, CA 92660-2995
aty +Ivan L Kallick, 11355 W Olympic Blvd, Los Angeles, CA 90064-1631
aty Jeffrey W Broker, 18191 Von Karman Ave Ste 470, Irvine, CA 92612-7114
aty +Jesse S Finlayson, Finlayson & Williams, 15615 Alton Pkwy, Ste 250, Irvine, CA 92618-7308
aty +John W Mills, III, 1100 Peachtree St Ste 2800, Atlanta, GA 30309-4528
aty +Jon L Dalberg, Landau Gottfried & Berger LLP, 1801 Century Pk East, Ste. 1460, Los Angeles, CA 90067-2316
aty +Manatt Phelps & Phil, 11355 W Olympic Blvd, Los Angeles, CA 90064-1631
aty Marie C Pollio, Shipman and Goodwin LLP, One Constitution Plaza, Hartford, CT 06103-1919
aty +Proposed Counsel for Vineyard National Bancorp, Landau & Berger, 1801 Century Park East, Suite 1460, Los Angeles, CA 90067-2316
aty +Rodger M Landau, Landau & Berger LLP, 1801 Century Park E Ste 1460, Los Angeles, CA 90067-2316
aty +Roman E Darmer, Howrey LLP, 4 Park Plaza Ste 1700, Irvine, CA 92614-2559
aty +Sameer K Kapoor, Kilpatrick Stockton LLP, 1100 Peachtree St NE, Atlanta, GA 30309-4530
aty +Sharon M Kopman, Landau & Berger LLP, 1801 Century Pk East, Ste.1460, Los Angeles, CA 90067-2316
aty +Sharon M Kopman, Landau Gottfried & Berger LLP, 1801 Century Pk East, Ste.1460, Los Angeles, CA 90067-2316
ust +United States Trustee (RS), 3685 Main Street, Suite 300, Riverside, CA 92501-2804
intp +FDIC as Receiver for Vineyard Bank National Associ, c/o Hydee J. Mulichak, Esq., Barry, Gardner & Kincannon, APC, 3501 Jamboree Road, Suite 200, Newport Beach, CA 92660-2995
intp +Jeffrey W Broker, 18191 Von Karman #470, Irvine, CA 92612-7114
crcm +Official Committee of Unsecured Creditors of Viney, 333 S. Grand Ave., Floor 38, Los Angeles, CA 90071-1504
cr +U.S. Bank National Association, As Trustee, c/o Shipman & Goodwin LLP, One Constitution Plaza, Hartford, CT 06103-1803, US
cr +Wilmington Trust Company, c/o John W. Mills, Esq., Todd C. Meyers, Esq., Kilpatrick Stockton LLP, 1100 Peachtree Street, NE, Atlanta, GA 30309-4530

The following entities were noticed by electronic transmission on Mar 09, 2010.

aty +E-mail/PDF: rmscedi@recoverycorp.com Mar 09 2010 00:47:54 Ramesh Singh, Recovery Management Systems Corp, 25 S E 2nd Ave Ste 1120, Miami, FL 33131-1605

TOTAL: 1

***** BYPASSED RECIPIENTS (undeliverable, * duplicate) *****

intp Courtesy NEF
cr Norman Morales
acc Vavrinek, Trine, Day & Co., LLP

TOTALS: 3, * 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.

I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Mar 10, 2010 **Signature:** Joseph Speetjens